

PUBLIC DISCLOSURE

October 30, 2003

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

**First Market Bank, FSB
One Commerce Square
Memphis, TN 38150
Docket #: 14594**

**Office of Thrift Supervision
Midwest Region
225 E. John Carpenter Freeway, Suite 500
Irving, Texas 75062-2326**

NOTE: This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

Institution

Lending, Investment, Service Test Table

The following table indicates the performance level of First Market Bank, FSB with respect to the Lending, Investment, and Service Tests.

PERFORMANCE LEVELS	Institution Name 10/30/2003		
	PERFORMANCE TESTS		
	Lending Test	Investment Test	Service Test
Outstanding		X	
High Satisfactory	X		X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

Appendix A

Scope of Examination

SCOPE OF EXAMINATION		
TIME PERIOD REVIEWED: January 1, 2002 to June 30, 2003		
FINANCIAL INSTITUTION		PRODUCTS REVIEWED
First Market Bank, FSB Memphis, Tennessee		HMDA reportable, small business and community development loans.
AFFILIATE(S)	AFFILIATE RELATIONSHIP	PRODUCTS REVIEWED
Ukrop Super Market	51% owner	None
National Commerce Financial Corporation	Holding Co. 49% owner	None
National Bank of Commerce, N.A.	Affiliate	HMDA loans referred by First Market Bank, FSB
NBC Bank, FSB	Affiliate	None
TransPlatinum Service Corp.	Affiliate	None
Commerce Capital Management, Inc.	Affiliate	None
U.S.I. Alliance Corporation	Affiliate	None
First Mercantile Trust	Affiliate	None
National Commerce Capital Trust	Affiliate	None
Senior Housing Crime Prevention Corporation	Affiliate	None
Monroe Properties	Affiliate	None
Brooks Montague and Associates	Affiliate	None

LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION			
ASSESSMENT AREA	TYPE OF EXAMINATION	BRANCHES VISITED	OTHER INFORMATION
Richmond, Virginia MSA	Off-Site	None	None
Washington Multi-State MSA	Off-Site	None	None
Norfolk, Virginia MSA	Off-Site	None	None